

United States Bankruptcy Court
Eastern District of Virginia
Richmond Division

In re **LandAmerica Financial Group, Inc., et al.,**

Debtors

Case No. **08-35994 (KRH)**Chapter **11**

DISCLOSURE OF COMPENSATION OF ATTORNEY FOR DEBTORS

1. Pursuant to 11 U.S.C. § 329(a) and Bankruptcy Rule 2016(b), I certify that I am the attorney for LandAmerica Financial Group, Inc. and LandAmerica 1031 Exchange Services, Inc. (together, the "Debtors") and that compensation paid to me, for services rendered or to be rendered on behalf of the Debtors in contemplation of or in connection with the bankruptcy case is as follows:

For legal services, I have agreed to accept	\$	<u>See below (*)</u>
Prior to the filing of this statement I have received	\$	<u>\$700,000(**)</u>
Balance Due	\$	<u>See below (*)</u>

2. The source of the compensation paid to me was:

☒ Debtors ☐ Other (*specify*)

3. The source of compensation to be paid to me is:

☒ Debtors ☐ Other (*specify*)

4. ☒ I have not agreed to share the above-disclosed compensation with any other person unless they are members and associates of my law firm.

☐ I have agreed to share the above-disclosed compensation with a person or persons who are not members or associates of my law firm. A copy of the agreement, together with a list of the names of the people sharing in the compensation, is attached.

5. In return for the above-disclosed fee, I have agreed to render legal service for all aspects of the bankruptcy case, including:

- (a) preparing, on behalf of the Debtors, as debtors in possession, all necessary motions, applications, answers, orders, reports and papers in connection with the administration of these chapter 11 cases;
- (b) counseling the Debtors with regard to their rights and obligations as debtors in possession;
- (c) providing the Debtors with advice, represent the Debtors, and prepare all necessary documents on behalf of the Debtors in connection with their businesses;
- (d) taking all necessary actions to protect and preserve each of the Debtors' estates during the pendency of these chapter 11 cases, including the prosecution of actions by the Debtors, the defense of actions commenced against the Debtors, negotiations concerning all litigation in which the Debtors are involved and the objection to claims filed against the estates; and
- (e) performing all other necessary or requested legal services.

6. By agreement with the Debtors, the above-disclosed fee does not include the following services: Not Applicable

CERTIFICATION

I certify that the foregoing is a complete statement of any agreement or arrangement for payment to me for representation of the Debtors in this bankruptcy proceeding.

December 10, 2008*Date***/s/ Paul V. Shalhoub**

Paul V. Shalhoub

*Signature of Attorney***Filed by:****/s/ Dion W. Hayes**

Dion W. Hayes (VSB No. 34304)

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For use in Chapter 13 Cases where Fees Requested Not in Excess of \$3,000***(For all Cases Filed on or after 10/17/2005)*****NOTICE TO DEBTORS AND STANDING TRUSTEE
PURSUANT TO INTERIM PROCEDURE 2016-1(C)(7)**

Notice is hereby given that pursuant to Local Bankruptcy Rule 2016-1(C)(7)(a), you have ten (10) business days from the meeting of creditors in this case in which to file an objection with the court to the fees requested in this disclosure of compensation opposing said fees in their entirety, or in a specific amount.

PROOF OF SERVICE

The undersigned hereby certifies that on this date the foregoing Notice was served upon the Debtors, the standing Chapter 13 Trustee, and U. S. Trustee pursuant to Interim Procedure 2016-1(C)(7)(a) and Local Bankruptcy Rule 2002-1(D)(1)(f), by first-class mail or electronically.

Date:

* Postpetition services will be billed at rates set forth in the Debtors' Application to Employ and Retain Willkie Farr & Gallagher LLP as Co-Counsel to the Debtors and Debtors In Possession Pursuant to Sections 327(a), 328, 330, 331 and 1107(b) of the Bankruptcy Code, and are subject to Court approval.

** Willkie Farr & Gallagher LLP currently holds a retainer in the approximate amount of \$461,244. A portion of the retainer balance may be credited toward fees and expenses incurred on account of services rendered prior to the Petition Date, but which were not posted in the Willkie Farr & Gallagher LLP accounting system until after the Petition Date.